

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE WESTERN DISTRICT OF PENNSYLVANIA**

**IN RE:**

**LARRY FREDERICK and  
SHARON FREDERICK,**

**Joint Debtors,**

**LARRY FREDERICK and  
SHARON FREDERICK,**

**Movants,**

**vs.**

**M&T BANK, THE UNITED STATES OF  
AMERICA FARM SERVICE AGENCY,  
CARGILL, INC., SUSQUEHANNA  
COMMERCIAL FINANCE, INC.,  
GROWMARK FS, LLC, FS FINANCIAL  
SERVICES, LLC, WELLS FARGO  
VENDOR FINANCIAL SERVICES, LLC,  
BLAIR COUNTY TAX CLAIM BUREAU,  
PENNSYLVANIA DEPARTMENT OF  
REVENUE, AND THE INTERNAL  
REVENUE SERVICE,**

**Respondents.**

**ORDER CONFIRMING SALE OF PROPERTY  
FREE AND DIVESTED OF LIENS**

This 18<sup>th</sup> Day of March 2021, on consideration of the Debtors, Larry Frederick and Sharon Frederick's Motion for Sale of Real Property and Personal Property Free and Clear of all Liens, Claims and Encumbrances (ECF #184) and after a Zoom Hearing on March 16, 2021, regarding said Motion the Court Finds:

(1) That Eric and Jennifer Frederick have submitted the highest and best bid in the amount of \$2,220,0000 for the following property: 1098 Frederick

Road; 1219 Frederick Road; all of the Debtors' personal property used in connection with the operation of the dairy farm, including but not limited to livestock as of the closing date; crops and seeds; and all of the Debtors' farming equipment as of the closing date.

(2) That service of the Notice of Hearing and Order setting hearing on said Motion for Sale of Real Property and Personal Property Free and Clear of all Liens, Claims and Encumbrances of the above-named Respondents, was effected on the following secured creditors whose liens are recited in said Motion for sale, viz:

<b><u>DATE OF SERVICE</u></b>	<b><u>NAME OF LIENOR AND SECURITY</u></b>
January 27, 2021	M&T BANK (Mortgage on Real Property, Security interest in equipment and livestock per UCC.);
January 27, 2021	THE UNITED STATES OF AMERICA FARM SERVICE AGENCY (Security interest in equipment and livestock per UCC.);
January 27, 2021	CARGILL, INC. (Potential security interest in equipment.);
January 27, 2021	SUSQUEHANNA COMMERCIAL FINANCE, INC. (Potential security interest in equipment.);
January 27, 2021	GROWMARK FS, LLC (security interest in personal property.);
January 27, 2021	FS FINANCIAL SERVICES, LLC (security interest in personal property.);
January 27, 2021	WELLS FARGO VENDOR FINANCIAL SERVICES, LLC (Potential security interest in equipment.);

January 27, 2021	BLAIR COUNTY TAX CLAIM BUREAU (Potential tax claim.);
January 27, 2021	PENNSYLVANIA DEPARTMENT OF REVENUE (Potential tax claim.);
January 27, 2021	INTERNAL REVENUE SERVICE (Potential tax claim.)

(3) That sufficient general notice of said hearing and sale, together with the confirmation hearing thereon, was given to the creditors and parties in interest by the Movants as shown by the Certificate of Service duly filed and that the named parties were duly served with the Motion.

(4) That said sale hearing was duly advertised on the Court's website pursuant to W.PA.LBR 6004-(c) on February 18, 2021, in the Blair County Legal Bulletin on February 25, 2021, in the Morrisons Cove Herald on February 25, 2021 and March 4, 2021, in the Lancaster Farming Newspaper on February 27, 2021 and March 6, 2021, and in the Altoona Mirror on February 22, 2021, as shown by the Proof of Publications duly filed.

(5) That the price of \$2,220,000.00 is a full and fair price for the property in question.

(6) That the purchaser is acting in good faith with respect to the within sale in accordance with **In re: Abbotts Dairies of Pennsylvania, Inc., 788 F.2d 143 (3d Cir. 1986).**

**IT IS ORDERED, ADJUDGED AND DECREED** that the private sale by (Warranty) deed of the real property described in the Motion as a.) 1098 Frederick Road, Martinsburg, PA 16662; Blair County Map Number: 20.00-09.-009.00-000;

Acreage: 161.320; b.) 1219 Frederick Road, Martinsburg, PA 16662; Blair County Map Number: 20.00-09.-008.00-000; Acreage: 66.74; (full legal descriptions are attached as Exhibit A to the January 26, 2021 Purchase and Sale Agreement between the Debtors and Eric and Jennifer Frederick which Purchase and Sale Agreement is attached to the Sale Motion as Exhibit C) and by Bill of Sale of the Personal Property identified in the Motion for Sale is hereby confirmed to Eric and Jennifer Frederick free and divested of the liens herein described; and, that Larry and Sharon Frederick (Movants), shall make, execute and deliver to the purchasers above named the necessary deed and/or other documents required to transfer the title to the property purchased upon compliance with the terms of sale.

**IT IS FURTHER ORDERED** that the liens, claims and interests of all Respondents with the exception of Growmark FS, LLC and FS Financial Services, LLC (collectively "Growmark"), including, but not limited to M&T Bank; The United States of America Farm Service Agency; Cargill, Inc.; Susquehanna Commercial Finance, Inc.; Growmark FS, LLC; FS Financial Services, LLC; Wells Fargo Vendor Financial Services, LLC; Blair County Tax Claim Bureau; The Pennsylvania Department of Revenue, and The Internal Revenue Service, be, and they hereby are, divested from the property being sold, and if and to the extent they may be determined to be valid liens against the sold property, transferred to the proceeds of sale in accordance with their priority, and that the within decreed sale shall be free, clear and clear and divested of said liens, claims and interests, except for the lien of Growmark on the personal property sold to the purchaser.

**FURTHER ORDERED** that per the Stipulation and Consent Order Resolving Limited Objection to Joint Debtors' Motion for Sale of Real Property and Personal Property Free and Clear of All Liens, Claims and Encumbrances (ECF #225) (the "Growmark Stipulation"), the terms of which are incorporated into this Order, Growmark's lien in the personal property shall remain in the amount of \$65,000, which shall be paid to Growmark by Eric and Jennifer Frederick in 65 equal monthly payments of \$1,000 per month at 0% interest.

**FURTHER ORDERED** that after due notice to the claimants, lien creditors, and interest holders, and no objection on their parts having been made or, if made, resolved/overruled, the incidental and related costs of sale shall be paid in advance of any distribution to said lien creditors.

**FURTHER ORDERED** that applicable real estate taxes and ordinary closing costs and municipal lien claims, shall immediately be paid at closing. Failure of the closing agent to timely make disbursement required by this Order will subject the closing agent to monetary sanctions after notice and hearing.

**FURTHER ORDERED** that, in accordance with the Growmark Stipulation, Growmark shall immediately be paid \$55,000 at closing.

**FURTHER ORDERED** that, in accordance with the Stipulation and Consent Order Settling Contested Matters Between the Debtors and M&T Bank and Establishing Asset Sale Process (ECF #212) (the "M&T Bank and FSA Stipulation"), the terms of which are incorporated into this Order, FSA and then M&T Bank shall immediately be paid at closing the remaining cash sale proceeds (after the \$55,000 payment to Growmark and the incidental and related costs of


sale) up to the full amount of their allowed secured claims on the assets being sold.

**FURTHER ORDERED** that the Movant shall serve a copy of the within Order on each Respondent (i.e., each party against whom relief is sought) and its attorney of record, if any, upon any attorney or party who answered the motion or appeared at the hearing, the attorney for the debtor, the purchaser, and the attorney for the purchaser, if any, and file a certificate of service.

**FURTHER ORDERED** that closing shall occur within thirty (30) days of this Order and the Movant shall file a Report of Sale within seven (7) days following closing.

**FURTHER ORDERED** that this Sale Order survives any dismissal or conversion of the within case.

Date: 3/19/2021

  
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**JEFFERY A. DELLER**  
United States Bankruptcy Court Judge

FILED  
3/19/21 9:14 am  
CLERK  
U.S. BANKRUPTCY  
COURT - WDPA